

QUARTERLY STATEMENT

AS OF March 31, 2009

OF THE CONDITION AND AFFAIRS OF THE

TOTAL HEALTH CARE USA, INC.

NAIC Group Code	1238 (Current Period)	1238 (Prior Period)	NAIC Company Code	12326	Employer's ID Number	38-3240485
Organized under the Laws of	,	Michigan	, State of Domi	icile or Port of Entry		Michigan
Country of Domicile	Ur	nited States of America				
Licensed as business type:	Life, Accident & Hea Dental Service Corp Other[]	poration[] Vision S	y/Casualty[] Service Corporation[] Federally Qualified? Yes[] N	Health N	l, Medical & Dental Service or Maintenance Organization[X]	Indemnity[]
Incorporated/Organized		02/18/1994	Comme	enced Business	02/18/1	994
Statutory Home Office	30	11 W. GRAND BLVD., SUITE	,		DETROIT, MI 48202	
Main Administrative Office		(Street and Number)		BLVD., SUITE 1600	(City, or Town, State and Zip C	ode)
	DE	TROIT, MI 48202	(Stieet al	nd Number)	(313)871-2000	
		n, State and Zip Code)			(Area Code) (Telephone N	lumber)
Mail Address	30	11 W. GRAND BLVD., SUITE	, _		DETROIT, MI 48202	
Primary Location of Books a	and Records	(Street and Number or P.O. Box)		RAND BLVD., SUIT	(City, or Town, State and Zip C E 1600	Code)
	DETR	OIT, MI 48202	(3	street and indiliber)	(313)871-2000	
		n, State and Zip Code)			(Area Code) (Telephone N	lumber)
Internet Web Site Address		TOTALHEALTHCAREONLINI	E.COM			
Statutory Statement Contac	et	GERARD A HAMANN, C	=0		(313)871-7879	
	GHAMANN	(Name) THC-ONLINE.COM			(Area Code)(Telephone Numbe (313)871-7406	r)(Extension)
		Mail Address)			(Fax Number)	
		LYLE EDWARD ALGATE KATHY KATHER DOUGLAS PAUL BAKEF ROBYN JAMES ARRING DIREC DUGLAS PAUL BAKER JBY COLE	SECRETA TREASUR	RER DIRECTOR	KATHER	
	chigan AYNE ss					
the herein described assets with related exhibits, schedu said reporting entity as of the Statement Instructions and A reporting not related to accordescribed officers also include	were the absolute prop les and explanations the reporting period stated accounting Practices and unting practices and pro- des the related correspondence filing may be re-	n, each depose and say that the erty of the said reporting entity, erein contained, annexed or refd above, and of its income and d Procedures manual except to occdures, according to the best onding electronic filing with the quested by various regulators in	free and clear from any liens of erred to, is a full and true state deductions therefrom for the peothe extent that: (1) state law nof their information, knowledge NAIC, when required, that is an	or claims thereon, extended and the asset of all the asset oriod ended, and han ay differ; or, (2) that and belief, respect to exact copy (exception)	xcept as herein stated, and that ets and liabilities and of the corve been completed in accorda at state rules or regulations rec tively. Furthermore, the scope	at this statement, together addition and affairs of the nce with the NAIC Annual quire differences in this attestation by the
Topl	Edlast	K	ath I Kuth	<u> </u>	John De	
LYLE E	(Signature) DWARD ALGATE		(Signature) KATHY KATHER		(Signature) DOUGLAS BA	KER
	Printed Name)		(Printed Name) 2.		(Printed Nam 3.	
EXECL	I. JTIVE DIRECTOR		SECRETARY		3. TREASURE	R
	(Title)		(Title)		(Title)	_
Subscribed and sworr day of		a. Is thi 2009 b. If no,	s an original filing? 1. State the amendment r 2. Date filed 3. Number of pages attac		Yes[X] No[1

(Notary Public Signature)

ASSETS

	AJJ				
		Ci	irrent Statement Dat	9	4
		1	2	3	
				Net Admitted	December 31,
			Nonadmitted	Assets	Prior Year Net
		Assets	Assets	(Cols. 1 - 2)	Admitted Assets
1.	Bonds	1,636,904		1,636,904	2,121,251
2.	Stocks:	,,		,,.	, , ,
	2.1 Preferred stocks				
	2.2 Common stocks				
3.	Mortgage loans on real estate:				
	3.1 First liens				
	3.2 Other than first liens				
4.	Real estate:				
4.					
	4.1 Properties occupied by the company (less \$0				
	encumbrances)				
	4.2 Properties held for the production of income (less \$0				
	encumbrances)				
	4.3 Properties held for sale (less \$0 encumbrances)				
_	·				
5.	Cash (\$4,509,777), cash equivalents (\$0) and short-term				
	investments (\$7,745,521)	12,255,298		12,255,298	11,270,658
6.	Contract loans (including \$ premium notes)				
7.	Other invested assets				
8.	Receivables for securities				
9.	Aggregate write-ins for invested assets				
10.	Subtotals, cash and invested assets (Lines 1 to 9)	13,892,202		13,892,202	13,391,909
11.	Title plants less \$ 0 charged off (for Title insurers only)				
12.	Investment income due and accrued	130.240		130.240	108.297
13.	Premiums and considerations:				
13.					
	13.1 Uncollected premiums and agents' balances in the course of				
	collection	1,050,978	68,818	982,160	1,207,976
	13.2 Deferred premiums, agents' balances and installments booked				
	but deferred and not yet due (including \$0 earned but				
	unbilled premiums)				
	. ,				
	13.3 Accrued retrospective premiums				
14.	Reinsurance:				
	14.1 Amounts recoverable from reinsurers	124,200	124,200		184,036
	14.2 Funds held by or deposited with reinsured companies				
	14.3 Other amounts receivable under reinsurance contracts				
15					
15.	Amounts receivable relating to uninsured plans				
16.1	Current federal and foreign income tax recoverable and interest thereon				
16.2	Net deferred tax asset				
17.	Guaranty funds receivable or on deposit				
18.	Electronic data processing equipment and software				
19.	Furniture and equipment, including health care delivery assets				
13.					
	(\$0)				
20.	Net adjustments in assets and liabilities due to foreign exchange rates				
21.	Receivables from parent, subsidiaries and affiliates	10,202		10,202	32,232
22.	Health care (\$492,239) and other amounts receivable	498.998	78.154	420.844	342.668
23.	Aggregate write-ins for other than invested assets				
		100,002	103,002		
24.	Total assets excluding Separate Accounts, Segregated Accounts and				_
	Protected Cell Accounts (Lines 10 to 23)	15,809,882	374,234	15,435,648	15,267,118
25.	From Separate Accounts, Segregated Accounts and Protected Cell				
	Accounts				
26.	Total (Lines 24 and 25)	15 809 882	374 234	15 435 648	15 267 118
_	ILS OF WRITE-INS		01 1,207	10, 100,070	10,207,110
0901.	ES OF WILLE INC				
0902.					
0903.					
1	Summary of remaining write-ins for Line 9 from overflow page				
1	TOTALS (Lines 0901 through 0903 plus 0998) (Line 9 above)				
	Other Non Admitted				
2301.	Other Norr Admitted	·			
2303.					
	Summary of remaining write-ins for Line 23 from overflow page	I			
1	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)				
		100,002			

LIABILITIES, CAPITAL AND SURPLUS

	,			Prior Year	
		1 Covered	2 Uncovered	3 Total	4 Total
1.	Claims unpaid (less \$0 reinsurance ceded)	6,938,490		6,938,490	7,212,592
2.	Accrued medical incentive pool and bonus amounts	120,338		120,338	91,026
3.	Unpaid claims adjustment expenses	149,027		149,027	140,792
4.	Aggregate health policy reserves				
5.	Aggregate life policy reserves				
6.	Property/casualty unearned premium reserve				
7.	Aggregate health claim reserves				
8.	Premiums received in advance	1,133,950		1,133,950	1,158,410
9.	General expenses due or accrued	237,122		237,122	174,724
10.1	Current federal and foreign income tax payable and interest thereon (including				
	\$0 on realized gains (losses))				
10.2	Net deferred tax liability				
11.	Ceded reinsurance premiums payable				
12.	Amounts withheld or retained for the account of others				
13.	Remittances and items not allocated				
14.	Borrowed money (including \$0 current) and interest thereon \$0				
	(including \$0 current)				
15.	Amounts due to parent, subsidiaries and affiliates				
16.	Payable for securities				
17.	Funds held under reinsurance treaties with (\$0 authorized reinsurers and				
	\$0 unauthorized reinsurers)				
18.	Reinsurance in unauthorized companies				
19.	Net adjustments in assets and liabilities due to foreign exchange rates				
20.	Liability for amounts held under uninsured plans				
21.	Aggregate write-ins for other liabilities (including \$0 current)	1,000		1,000	1,000
22.	Total liabilities (Lines 1 to 21)	8,579,927		8,579,927	8,778,544
23.	Aggregate write-ins for special surplus funds	X X X	X X X		
24.	Common capital stock	X X X	X X X		
25.	Preferred capital stock	X X X	X X X		
26.	Gross paid in and contributed surplus	X X X	X X X	6,273,089	6,273,089
27.	Surplus notes	X X X	X X X		
28.	Aggregate write-ins for other than special surplus funds	X X X	X X X		
29.	Unassigned funds (surplus)	X X X	X X X	582,632	215,485
30.	Less treasury stock, at cost:				
	30.1	X X X	X X X		
	30.20 shares preferred (value included in Line 25 \$	X X X	X X X		
31.	Total capital and surplus (Lines 23 to 29 minus Line 30)	X X X	X X X	6,855,721	6,488,574
	Total Liabilities, capital and surplus (Lines 22 and 31)				
2101. 2102.	Accrued Other				
2103.					
2198. 2199.	Summary of remaining write-ins for Line 21 from overflow page TOTALS (Lines 2101 through 2103 plus 2198) (Line 21 above)				
2301.	TOTALS (Lines 2101 tillough 2105 plus 2150) (Line 21 above)	X X X	X X X		
2302. 2303.		1			
2398.	Summary of remaining write-ins for Line 23 from overflow page	X X X	X X X		
2399. 2801.	TOTALS (Lines 2301 through 2303 plus 2398) (Line 23 above)				
2801. 2802.		X X X	X X X		
2803.		X X X	X X X		
2898. 2899.	Summary of remaining write-ins for Line 28 from overflow page				

STATEMENT OF REVENUE AND EXPENSES

	STATEMENT OF REVENUE		ear To Date	Prior Year To Date	Prior Year Ended December 31
		1 Uncovered	2 Total	3 Total	4 Total
1.	Member Months				
	Net premium income (including \$0 non-health premium income)				
	Change in unearned premium reserves and reserves for rate credits				
	Fee-for-service (net of \$0 medical expenses)				
	Risk revenue				
	Aggregate write-ins for other health care related revenues				
	Aggregate write-ins for other non-health revenues				
	Total revenues (Lines 2 to 7)				
	l and Medical:				
_	Hospital/medical benefits		6 227 869	4 225 999	27 449 960
	Other professional services				
	Outside referrals				
	Emergency room and out-of-area				
	Prescription drugs				
	Aggregate write-ins for other hospital and medical				
	Incentive pool, withhold adjustments and bonus amounts				
	Subtotal (Lines 9 to 15)				
	Sublicial (Lilles 9 to 13)		10,410,917	0,301,430	33, 133,202
Less:			45.070		000 507
	Net reinsurance recoveries				
	Total hospital and medical (Lines 16 minus 17)				
	Non-health claims (net)				
	Claims adjustment expenses, including \$0 cost containment expenses				
	General administrative expenses		2,167,126	1,457,826	7,011,370
	Increase in reserves for life and accident and health contracts (including \$0 increase				
	in reserves for life only)				
	Total underwriting deductions (Lines 18 through 22)				
	Net underwriting gain or (loss) (Lines 8 minus 23)				
	Net investment income earned				
	Net realized capital gains (losses) less capital gains tax of \$0				
	Net investment gains or (losses) (Lines 25 plus 26)		60,407	87,243	348,819
	Net gain or (loss) from agents' or premium balances charged off [(amount recovered				
	\$0) (amount charged off \$0)]				
	Aggregate write-ins for other income or expenses				
	Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24				
	plus 27 plus 28 plus 29)				, ,
	Federal and foreign income taxes incurred				
	Net income (loss) (Lines 30 minus 31)	X X X	451,073	630,220	(4,281,144)
0601.	3 OF WRITE-ING	X X X			
0602.		X X X			
0603. 0698.	Summary of remaining write-ins for Line 6 from overflow page				
0699.	TOTALS (Lines 0601 through 0603 plus 0698) (Line 6 above)	X X X			
0701. 0702.					
0703.		X X X			
	Summary of remaining write-ins for Line 7 from overflow page				
	Other Expense				
	outer Expense				
1402.	·				
1403.					
1403. 1498. 1499.	Summary of remaining write-ins for Line 14 from overflow page TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)			12,715	
1403. 1498. 1499. 2901.	Summary of remaining write-ins for Line 14 from overflow page TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)			12,715	18,551
1403. 1498. 1499. 2901. 2902. 2903.	Summary of remaining write-ins for Line 14 from overflow page TOTALS (Lines 1401 through 1403 plus 1498) (Line 14 above)		14	12,715	18,551

STATEMENT OF REVENUE AND EXPENSES (Continued)

		1	2	3 Prior Year
		Current Year To Date	Prior Year To Date	Ended December 31
	CAPITAL & SURPLUS ACCOUNT			
33.	Capital and surplus prior reporting year	6,488,574	10,062,527	10,062,527
34.	Net income or (loss) from Line 32	451,073	630,220	(4,281,144)
35.	Change in valuation basis of aggregate policy and claim reserves			
36.	Change in net unrealized capital gains (losses) less capital gains tax of \$			
37.	Change in net unrealized foreign exchange capital gain or (loss)			
38.	Change in net deferred income tax			
39.	Change in nonadmitted assets	(83,926)	(5,855)	(246,809)
40.	Change in unauthorized reinsurance			
41.	Change in treasury stock			
42.	Change in surplus notes			
43.	Cumulative effect of changes in accounting principles			
44.	Capital Changes:			
	44.1 Paid in			
	44.2 Transferred from surplus (Stock Dividend)			
	44.3 Transferred to surplus			
45.	Surplus adjustments:			
	45.1 Paid in		954,000	954,000
	45.2 Transferred to capital (Stock Dividend)			
	45.3 Transferred from capital			
46.	Dividends to stockholders			
47.	Aggregate write-ins for gains or (losses) in surplus			
48.	Net change in capital and surplus (Lines 34 to 47)	367,147	1,578,365	(3,573,953)
49. DETAI	Capital and surplus end of reporting period (Line 33 plus 48)	6,855,721	11,640,892	6,488,574
4701. 4702.				
4703. 4798.	Summary of remaining write-ins for Line 47 from overflow page			
4799.	TOTALS (Lines 4701 through 4703 plus 4798) (Line 47 above)			

CASH FLOW

		1 Current Year To Date	2 Prior Year Ended December 31
	Cash from Operations		
1.	Premiums collected net of reinsurance	13,246,461	40,950,619
2.	Net investment income	38,464	245,336
3.	Miscellaneous income	(96,407)	(314,115)
4.	Total (Lines 1 to 3)	13,188,518	40,881,840
5.	Benefit and loss related payments	10,550,592	35,640,135
	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
	Commissions, expenses paid and aggregate write-ins for deductions		
	Dividends paid to policyholders		
	Federal and foreign income taxes paid (recovered) net of \$0 tax on capital gains (losses)		
	Total (Lines 5 through 9)		
	Net cash from operations (Line 4 minus Line 10)		
11.	Cash from Investments	434,000	(1,650,544)
10			
	Proceeds from investments sold, matured or repaid:	400 700	00.000
	12.1 Bonds	·	
	12.2 Stocks		
	12.3 Mortgage loans		
	12.4 Real estate		
	12.5 Other invested assets		
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments		
	12.7 Miscellaneous proceeds	1,565	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	484,347	80,000
3.	Cost of investments acquired (long-term only):		
	13.1 Bonds		2,112,000
	13.2 Stocks		
	13.3 Mortgage loans		
	13.4 Real estate		
	13.5 Other invested assets		
	13.6 Miscellaneous applications		9,251
	13.7 Total investments acquired (Lines 13.1 to 13.6)		
	Net increase (or decrease) in contract loans and premium notes		
	Net cash from investments (Line 12.8 minus Lines 13.7 and 14)		
	Cash from Financing and Miscellaneous Sources		(2,011,201)
16.	Cash provided (applied):		
	16.1 Surplus notes, capital notes		
	16.2 Capital and paid in surplus, less treasury stock		
	16.4 Net deposits on deposit-type contracts and other insurance liabilities		
	16.5 Dividends to stockholders		
	16.6 Other cash provided (applied)		
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	65,605	920,756
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	984,640	(2,971,039)
19.	Cash, cash equivalents and short-term investments:		
	19.1 Beginning of year	11,270,658	14,241,697
	19.2 End of period (Line 18 plus Line 19.1)		11,270,658
	Supplemental Disclosures of Cash Flow Information for Non-Cash Transactions:	Amount	Amount
	Description	1	2
20.0001	During 2007, an agreement was negotiated with Total Health Care, Inc. (CARE), parent company of USA, whereby medical cost savings realized by USA under its blended provider contracts negotiated in conjunction with CARE		
20.0002	would be shared with CARE. Refer		

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

		1	Comprehensive (H	Hospital & Medical)	4	5	6	7	8	9	10
			2	3				Federal			
		Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
		Total	individual	Group	Supplement	Offig	Offig	Deficill Flati	Medicare	ivieuicaiu	Other
Total I	Members at end of:										
1.	Prior Year	17,243		17,243							
2.	First Quarter	17,982		17,982							
3.	Second Quarter										
4.	Third Quarter										
5.	Current Year										
6.	Current Year Member Months	53,354		53,354							
Total I	Member Ambulatory Encounters for Period:										
7.	Physician	26,578		26,578							
8.	Non-Physician	15,443		15,443							
9.	Total	42,021		42,021							
10.	Hospital Patient Days Incurred	1,108		1,108							
11.	Number of Inpatient Admissions	304		304							
12.	Health Premiums Written (a)	13,010,507		13,010,507							
13.	Life Premiums Direct										
14.	Property/Casualty Premiums Written										
15.	Health Premiums Earned	13,010,507		13,010,507							
16.	Property/Casualty Premiums Earned										
17.	Amount Paid for Provision of Health Care Services	10,559,338		10,559,338							
18.	Amount Incurred for Provision of Health Care										
	Services	10,410,917	<u></u>	10,410,917	<u></u>						

⁽a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$.............0.

	Aging Ar	nalysis of Unpaid Cla	nims			
1	2	3	4	5	6	7
Account	1 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 days	Over 120 Days	Total
Individually Listed Claims Unpaid						
RX AMERICA	286,928					286,92
0199999 Individually Listed Claims Unpaid	286,928					286,92
0299999 Aggregate Accounts Not Individually Listed - Uncovered						
0399999 Aggregate Accounts Not Individually Listed - Covered	263,262					263,26
0499999 Subtotals	550,190					550,19
0599999 Unreported claims and other claim reserves						6,388,30
0699999 Total Amounts Withheld						
0799999 Total Claims Unpaid						6,938,49
0899999 Accrued Medical Incentive Pool And Bonus Amounts						120,33

UNDERWRITING AND INVESTMENT EXHIBIT

ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

						5	6
				Liab	oility		
		Cla	ims	End	End of		
		Paid Yea	r to Date	Current	Current Quarter		
		1	2	3	4		Estimated Claim
							Reserve and
		On	On	On	On		Claim
	Line	Claims Incurred	Claims Incurred	Claims Unpaid	Claims Incurred	Claims Incurred	Liability
	of	Prior to January 1	During the	Dec.31 of	During the	in Prior Years	Dec.31 of
	Business	of Current Year	Year	Prior Year	Year	(Columns 1+3)	Prior Year
1.	Comprehensive (hospital & medical)	3,612,967	6,946,371	3,300,000	3,638,490	6,912,967	7,212,592
2.	Medicare Supplement						
3.	Dental only						
4.	Vision only						
5.	Federal Employees Health Benefits Plan						
6.	Title XVIII - Medicare						
7.	Title XIX - Medicaid						
8.	Other health						
9.	Health subtotal (Lines 1 to 8)						7,212,592
10.	Healthcare receivables (a)						
11.	Other non-health						
12.	Medical incentive pools and bonus amounts						
13.	Totals	3,650,161	6,960,267	3,300,000	3,758,828	6,950,161	7,303,618

⁽a) Excludes \$......0 loans or advances to providers not yet expensed.

Note 1 - Nature of Business and Significant Accounting Policies

Total Health Care USA, Inc. (the "Company"), a not-for-profit corporation and wholly owned subsidiary of Total Health Care, Inc., operates as a state-licensed health maintenance organization (HMO) effective October 2005. The Company provides medical services to persons primarily in southeastern Michigan who subscribe as part of an employer group or as individuals.

Statutory Basis of Accounting – The financial statements have been prepared in accordance with the NAIC Accounting Practices and Procedures manual and the statutory accounting principles as prescribed by Section 1007 of the Michigan statutes. Statutory accounting principles differ from generally accepted accounting principles (GAAP) in their definition of assets and liabilities. Specifically, certain assets (such as certain receivables from affiliates) are excluded from the statutory-basis balance sheet. GAAP net assets exceed statutory net assets by approximately \$374,000 and \$290,000 at March 31, 2009 and December 31, 2008, respectively. There are no significant differences between statutory accounting principles prescribed by NAIC and the State of Michigan accounting requirements that are applicable to the Company.

Cash and Short-term Investments – The Company considers all highly liquid investments purchased with an original maturity of three months or less when purchased to be cash equivalents. Certificates of deposit in banks or other similar financial institutions with maturity dates of one year or less from the acquisition date are considered cash under statutory accounting principles.

Investments – Short-term investments and long-term certificates of deposit are recorded at amortized cost, which approximates fair market value. Long-term certificates of deposit are classified as bonds on the balance sheet per statutory guidance. Investment income or loss (including realized gains and losses on investments, interest, and dividends) is included in net investment income on the statement of operations. Changes in unrealized gains and losses on investments are included as a direct adjustment to capital and surplus.

Revenue Recognition and Health Premiums Due and Unpaid – Subscriber premiums are recognized in the period that members are entitled to related health care services. A substantial portion of health premiums due and unpaid is due from third-party payors for subscribers located within southeastern Michigan. Health premiums due and unpaid are stated at invoice amounts. Unpaid invoices greater than 90 days old are treated as non-admitted for statutory accounting purposes.

Recognition of Medical and Hospital Expenses – Medical and hospital expenses and the related liabilities are recorded when eligible medical and hospital services are authorized or performed. Claims unpaid represent management's estimate of the ultimate cost to settle all claims incurred prior to year-end. Capitation retained for the settlement of risk-sharing is included in the accrued medical incentive pool liability at March 31, 2009 and December 31, 2008.

Physician Group Contracts – The Company contracts with physician groups for the provision of medical care and compensates the groups on a capitation basis. During 2007, the Company revised its physician group contracts. These contracts have a specialty claims incentive and pay–for–performance incentive. If the providers meet the incentives, they share in the savings and a payable is recorded. If the providers do not meet the incentives, they share in the excess costs and a health care receivable is recorded if deemed collectible by management. During 2009 and 2008, health care receivables and payables have been recorded from/to providers.

Hospital Group Contracts – The Company contracts with several hospitals and other groups. These contracts are paid under capitated fees or various other charge arrangements.

Malpractice Claims - The Company has a claims-made policy for malpractice insurance. The Company's policy is to accrue for estimated costs of claims and incidents during the term of the claims-made policy.

Employee Staffing and Purchased Services Agreement – The Company has an employee staffing and purchased services agreement with Total Health Care, Inc., its parent company, which is responsible for payment of most of the management, operational, and administrative expenses. Ultimate operational control rests with the board of directors of Total Health Care USA, Inc.

Income Taxes - Total Health Care USA, Inc. has received federal income tax exemption under Internal Revenue Code Section 501(c)(4). The Company is also exempt from state and local income taxes.

Funds Maintained Under Statutory Requirements – The Company maintains segregated funds under statutory requirements to protect members and health care providers in the event the Company is unable to meet its contractual obligations. These funds can be issued only at the direction of the insurance commissioner in accordance with statutory and contractual provisions. Interest earned on these funds can be utilized by the Company. At March 31, 2009 and December 31, 2008, \$1,000,000 was held in a combination of cash and short–term investments to fulfill these requirements.

Use of Estimates – The preparation of financial statements in conformity with statutory accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Certain significant estimates exist relating to unpaid claims. It is at least reasonably possible that these estimates will be materially revised in the near term.

A reconciliation of the Total Health USA's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Michigan is shown below:

		2009	2008
(1)	Net Income - State Basis	451 , 073	(4,281,144)
(2)	State Prescribed Practices (Income):		
	Depreciation of fixed assets	0	0
(3)	State Permitted Practices (Income):		
	Depreciation, home office property	0	0
(4)	Net Income, NAIC SAP	451 , 073	(4,281,144)

(5)	Statutory Surplus State Basis	6,855,721	6,488,574
(6)	State Prescribed Practices (Surplus):		
	Goodwill, net	0	0
	Fixed Assets, net	0	0
(7)	State Permitted Practices (Surplus):		
	Home Office Property	0	0
(8)	Statutory Surplus, NAIC SAP	6,855,721	6,488,574

Note 2 – Accounting Changes and Corrections of Errors

NO CHANGE

Note 3 - Business Combinations and Goodwill

This note is not applicable to the Company.

Note 4 - Discontinued Operations

This note is not applicable to the Company.

Note 5 – Investments

The Company does not have investments relating to mortgage loans, debt restructuring, reverse mortgages, loan-backed securities, repurchase agreement, or real estate.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

The Company has no investments in joint ventures, partnerships, or limited liability companies.

Note 7 – Investment Income

The Company has no investment income due and accrued over 90 days past due.

Note 8 - Derivative Instruments

The Company does not invest in derivatives.

Note 9 - Income Taxes

This note is not applicable to the Company.

Note 10 - Information Concerning Parent, Subsidiaries, and Affiliates

The Company's provider contracts are all negotiated in conjunction with Total Health Care, Inc., the Company's parent company. This contracting methodology ultimately produces a blended contract rate, which is higher than Total Health Care, Inc. would have incurred had it contracted for Medicaid members only, and a rate significantly lower than Total Health Care USA, Inc. could obtain for its commercial members. During 2007 an agreement was negotiated between the companies whereby the cost savings realized by the Company would be shared with Total Health Care, Inc., thus reducing some of the excess cost realized by Total Health Care, Inc. The amount of the adjustment for 2008 was \$3,816,000 which has been recorded as an increase in hospital and medical expenses. Total Health Care, Inc. made capital contributions to the Company in 2008 in the amount of \$954,000.

This agreement was terminated effective 12/31/2008.

Note 11 - Debt

This note is not applicable to the Company.

Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences, and Other Postretirement Benefit Plans

This note is not applicable to the Company.

Note 13 - Capital and Surplus, Stockholders' Dividend Restrictions, and Quasi-reorganizations

NO CHANGE

Note 14 - Contingencies

NO CHANGE

Note 15 - Leases

This note is not applicable to the Company.

Note 16 - Information about Financial Instruments with Off-balance-sheet Risk and Financial Instruments with Concentrations of Credit Risk

This note is not applicable to the Company.

Note 17 - Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

This note is not applicable to the Company.

Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

This note is not applicable to the Company.

Note 19 - Direct Premium Written/Produced by Managing General Agents/Third-party Administrators

This note is not applicable to the Company.

Note 20 - Other Items

NO CHANGE

Note 21 - Events Subsequent

No unusual or material events have occurred subsequent to year end.

Note 22 - Reinsurance

A. Ceded Reinsurance Report

NO CHANGE

B. Uncollectible Reinsurance

NO CHANGE

C. Commutation of Ceded Reinsurance

NO CHANGE

Note 23 - Retrospectively Rated Contracts and Contracts Subject to Redetermination

This note is not applicable to the Company.

Note 24 - Change in Incurred Losses

STATEMENT AS OF March 31, 2009 OF THE TOTAL HEALTH CARE USA, INC.

Notes to Financial Statement

NO CHANGE

Note 25 - Intercompany Pooling Arrangements

This note is not applicable to the Company.

Note 26 – Structured Settlements

This note is not applicable to the Company.

Note 27 - Health Care Receivables

NO CHANGE

Note 28 - Participating Policies

This note is not applicable to the Company.

Note 29 – Premium Deficiency Reserves

This note is not applicable to the Company.

Note 30 - Anticipated Salvage and Subrogation

NO CHANGE

GENERAL INTERROGATORIES

(Responses to these interrogatories should be based on changes that have occurred since the prior year end unless otherwise noted)

PART 1 - COMMON INTERROGATORIES

GENERAL

Domicil	ile, as requ	entity experience any mate uired by the Model Act? port been filed with the don		ne filing of Disclo	sure of Material	Transactions wit	h the State of		Yes[] No[X] Yes[] No[] N/A[X]
	ng entity?	been made during the year	of this statement in the cha	arter, by-laws, ar	icles of incorpora	ation, or deed of	settlement of the	9	Yes[] No[X]
Have th	here been	any substantial changes in	the organizational chart sin	ce the prior qua	ter end?				Yes[] No[X]
4.1 Has the	e reporting provide the	the Schedule Y - Part 1 - or g entity been a party to a me e name of entity, NAIC Con is a result of the merger or o	erger or consolidation during apany Code, and state of do	g the period cove omicile (use two	ered by this state letter state abbre	ment? eviation) for any	entity that has		Yes[] No[X]
			1		2		3		
		N	ame of Entity		NAIC Company	Code	State of Dom	icile	
attorne	ey-in-fact, o	ntity is subject to a manage or similar agreement, have t explanation.	ment agreement, including t here been any significant cl	third-party admin hanges regardin	istrator(s), mana g the terms of the	ging general age e agreement or p	ent(s), orincipals involve	d?	Yes[] No[] N/A[X]
6.2 State the date shift 6.3 State a	he as of da nould be thas as of what	date the latest financial exa ate that the latest financial of the date of the examined bal date the latest financial exa	examination report became ance sheet and not the date imination report became ava	available from e the report was ailable to other s	ither the state of completed or relates tates or the publ	eased. ic from either the	state of domicil	le or	12/31/2005 12/31/2005
date).	·	ity. This is the release date ent or departments?	or completion date of the ex	xamination repor	t and not the dat	e of the examina	ition (balance sn	eet .	08/02/2007
MICHI 6.5 Have al	GAN OFF Il financial	ICE OF FINANCIAL AND II statement adjustments with	NSURANCE REGULATION in the latest financial exam	l ination report be	en accounted for	r in a subsequen	t financial staten		
	th Departm II of the re	nents? commendations within the l	atest financial examination i	report been com	plied with?				Yes[] No[] N/A[X] Yes[] No[] N/A[X]
7.1 Has thi or revo 7.2 If yes, g	ked by an	g entity had any Certificates y governmental entity during formation	of Authority, licenses or reg g the reporting period?	gistrations (inclu	ding corporate re	egistration, if app	licable) suspend	ed	Yes[] No[X]
8.1 Is the c	company a	a subsidiary of a bank holdir 1 is yes, please identify the	ng company regulated by the	e Federal Reser	ve Board?				Yes[] No[X]
8.4 If response	onse to 8.3 I regulator Supervision	affiliated with one or more b 3 is yes, please provide belong y services agency [i.e. the F n (OTS), the Federal Depos nary federal regulator.	ow the names and location (ederal Reserve Board (FRI	(city and state of B), the Office of t	he Comptroller of	of the Currency (OCC), the Office	of y	Yes[] No[X]
		1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC	
				. Yes[] No[X]	. Yes[] No[X]	. Yes[] No[X]	. Yes[] No[X]	. Yes[] No	[X]
similar (a) Ho rel (b) Fu (c) Co (d) Th	functions) onest and lationships ull, fair, accompliance ompliance ne prompt	ficers (principal executive or of the reporting entity subjecthical conduct, including the second courate, timely and understate with applicable government internal reporting of violatioity for adherence to the cod	ect to a code of ethics, which ne ethical handling of actual andable disclosure in the per tal laws, rules and regulation as to an appropriate person	ch includes the for l or apparent cor riodic reports req ns:	ollowing standard flicts of interest l uired to be filed l	ls? between personably the reporting	al and profession	_	Yes[X] No[]
9.11 If the 9.2 Has the	response he code of	to 9.1 is No, please explain f ethics for senior managers	: been amended?	-4/-)					Yes[] No[X]
9.3 Have	any provis	to 9.2 is Yes, provide informations of the code of ethics to 9.3 is Yes, provide the name	peen waived for any of the s		?				Yes[] No[X]
				FINANCIA					
10.1 Does 10.2 If yes,	the report, indicate a	ing entity report any amoun any amounts receivable fron	ts due from parent, subsidia n parent included in the Pag	FINANCIA aries or affiliates ge 2 amount:		s statement?		\$.	Yes[X] No[] 10,202
for us	e by anoth	e stocks, bonds, or other as: ner person? (Exclude securi and complete information re	sets of the reporting entity lotties under securities lending	INVESTME paned, placed ur g agreements.)		ement, or otherw	ise made availat	ble	Yes[] No[X]
12. Amou	unt of real	estate and mortgages held	in other invested assets in S	Schedule BA:				\$.	(
		estate and mortgages held						\$.	
14.1 Does	the report	ing entity have any investm	ents in parent, subsidiaries	and affiliates?					Yes[] No[X]

GENERAL INTERROGATORIES (Continued)

INVESTMENT

14.2 If yes, please complete the following:

		1	2
		Prior Year-End	Current Quarter
		Book/Adjusted	Book/Adjusted
		Carrying Value	Carrying Value
14.21	Bonds		
14.22	Preferred Stock		
14.23	Common Stock		
14.24	Short-Term Investments		
14.25	Mortgages Loans on Real Estate		
14.26	All Other		
14.27	Total Investment in Parent, Subsidiaries and Affiliates		
	(Subtotal Lines 14.21 to 14.26)		
14.28	Total Investment in Parent included in Lines 14.21 to 14.26		
20	above		

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB?15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? If no, attach a description with this statement.

Yes[] No[X] Yes[] No[] N/A[X]

16. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, F - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

16.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

Yes[X] No[]

1	2
Name of Custodian(s)	Custodian Address
	611 WOODWARD AVE., DETROIT, MI 48226

16.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1	2	3
Name(s)	Location(s)	Complete Explanation(s)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? 16.4 If yes, give full and complete information relating thereto:

Yes[] No[X]

1	2	3	4
		Date	
Old Custodian	New Custodian	of Change	Reason

16.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration		
Depository	Name(s)	Address

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?

Yes[] No[X]

17.2 If no, list exceptions:

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

Onowing An New Nemisurance Treaties - Outrent Teal to Date												
1	2	3	4	5	6	7						
NAIC Federal					Type of	Is Insurer						
Company	ID	Effective			Reinsurance	Authorized?						
Code	Number	Date	Name of Reinsurer	Location	Ceded	(Yes or No)						
Accident and Health - Non-affi	liates											
20621	04-2475442	11/01/2008	ONEBEACON AMER INS CO	CANTON, MA	SSL/L/I	Yes[X] No[]						

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories

	Current Year to Date - Allocated by States and Territories									
			_			Direct Busi				
		1	2	3	4	Federal	Life and Annuity	7	8 Total	9
	State, Etc.	Active Status	Accident and Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Employees Health Benefits Program Premiums	Premiums and Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama (AL)	1								
2.	Alaska (AK)									
3.	Arizona (AZ)									
4.	Arkansas (AR)									
5.	California (CA)	N								
6.	Colorado (CO)	N								
7.	Connecticut (CT)									
8.	Delaware (DE)									
9.	District of Columbia (DC)									
10.	Florida (FL)									
11.	Georgia (GA)									
12.	Hawaii (HI)									
13.	Idaho (ID)	N								
14.	Illinois (IL)									
15.	Indiana (IN)									
16.	lowa (IA)									
17.	Kansas (KS)									
18.	Kentucky (KY)									
19.	Louisiana (LA)									
20.	Maine (ME)									
21.	Maryland (MD)									
22.	Massachusetts (MA)	N N								
	Michigan (MI)	IN	10 007 777						12 067 777	
23.	Michigan (MI)									
24.	Minnesota (MN)									
25.	Mississippi (MS)									
26.	Missouri (MO)									
27.	Montana (MT)	N								
28.	Nebraska (NE)	N								
29.	Nevada (NV)	N								
30.	New Hampshire (NH)	l N								
31.	New Jersey (NJ)									
32.	New Mexico (NM)									
33.	New York (NY)									
34.	North Carolina (NC)									
35.	North Dakota (ND)									
36.	Ohio (OH)	N								
37.	Oklahoma (OK)									
38.	Oregon (OR)	N								
39.	Pennsylvania (PA)	N								
40.	Rhode Island (RI)									
41.	South Carolina (SC)									
42.	South Dakota (SD)									
43.	Tennessee (TN)									
	` ,									
44.	Texas (TX)									
45.	Utah (UT)									
46.	Vermont (VT)									
47.	Virginia (VA)	1	l		1					
48.	Washington (WA)									
49.	West Virginia (WV)	N								
50.	Wisconsin (WI)									
51.	Wyoming (WY)									
52.	American Samoa (AS)									
52. 53.	Guam (GU)									
54.	Puerto Rico (PR)									
55.	U.S. Virgin Islands (VI)									
56.	Northern Mariana Islands (MP)									
57.	Canada (CN)	1								
58.	Aggregate other alien (OT)	X X X .								
59.	Subtotal		. 12,967,777						12,967,777	
60.	Reporting entity contributions for									
	Employee Benefit Plans	x x x			l					l
61.	Total (Direct Business)		. 12,967,777						12,967,777	
	LS OF WRITE-INS	. (α <i>)</i>	. 12,301,111		1	1			12,301,111	
		VVV		I	T	T	I	I	T	
5801.		1								
5802.		X X X .								
5803.		X X X .								
5898.	Summary of remaining write-ins for									
ĺ	Line 58 from overflow page	X X X .								
5899.	TOTALS (Lines 5801 through 5803				1					
1	plus 5898) (Line 58 above)	x x x .		l	l		l	l		l
i .	r / \	1				1	1		4	

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER

MEMBERS OF A HOLDING COMPANY GROUP PART 1 - ORGANIZATIONAL CHART

TOTAL HEALTH CARE, INC. – PARENT 38-2018957, NAIC #95644, STATE OF MICHIGAN

TOTAL HEALTH CARE USA, INC. – WHOLLY OWNED SUBSIDIARY OF TOTAL HEALTH CARE, INC. 38-3240485, NAIC #12326, STATE OF MICHIGAN

TOTAL HEALTH CHOICE, INC. – WHOLLY OWNED SUBSIDIARY OF TOTAL HEALTH CARE, INC. 33-0603319, NAIC #95134, STATE OF FLORIDA

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

RESPONSE

No

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

Explanations:

Bar Codes:

12292000036500001 2000 Decimant Code; 365

STATEMENT AS OF $March\ 31,\ 2009$ of the $TOTAL\ HEALTH\ CARE\ USA,\ INC.$

OVERFLOW PAGE FOR WRITE-INS

STATEMENT AS OF March 31, 2009 OF THE TOTAL HEALTH CARE USA, INC. SCHEDULE A - VERIFICATION

Real Estate

		1	2
			Prior Year Ended
		Year To Date	December 31
1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Current year change in encumbrances		
4.	Total gain (loss) on disposals		
5.	Total gain (loss) on disposals Deduct amounts received on disposals Total foreign exchange change in book/adjusted carrying variable.		
6.	Total foreign exchange change in book/adjusted carrying v		
7.	Deduct current year's other than temporary impairment recligranged.		
8.	Deduct current year's depreciation		
9.	Book/adjusted carrying value at the end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 - 7 - 8)		
10.	Deduct total nonadmitted amounts		
11.	Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE B - VERIFICATION

Mortgage Loans

	Mortgage Loans		
		1	2
			Prior Year Ended
		Year To Date	December 31
1.	Book value/recorded investment excluding accrued interest, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease)		
6.	Total gain (loss) on disposals		
7.	Deduct amounts received on disposals		
8.			
9.	Total foreign exchange change in book value/recorded inve		
10.	Deduct current year's other than temporary impairment recognized		
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1 + 2 + 3 + 4 + 5		
	+ 6 - 7 - 8 + 9 - 10)		
12.	Total valuation allowance		
13.	Subtotal (Line 11 plus Line 12)		
14.	Deduct total nonadmitted amounts		
15.	Statement value at end of current period (Line 13 minus Line 14)		
<u></u>	\\\\\\\\	1	

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

		1	2
			Prior Year Ended
	Description	Year To Date	December 31
1.	Book/adjusted carrying value, December 31 of prior year		
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition		
	2.2 Additional investment made after acquisition		
3.	Capitalized deferred interest and other		
4.	Accrual of discount		
5.	Unrealized valuation increase (decrease) Total gain (loss) on disposals Deduct amounts received on disposals		
6.	Total gain (loss) on disposals		
7.	Deduct amounts received on disposals		
8.	Deduct amortization of premium and depreciation		
9.	Total foreign exchange change in book/adjusted carrying value		
10.	Deduct current year's other than temporary impairment recognized		
11.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)		
12.	Deduct total nonadmitted amounts		
13.	Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

		1	2
			Prior Year Ended
		Year To Date	December 31
1.	Book/adjusted carrying value of bonds and stocks, December 31 of prior year	2,121,251	80,000
2.	Cost of bonds and stocks acquired		2,112,000
3.	Accrual of discount		
4.	Unrealized valuation increase (decrease)	(1,565)	9,251
5.	Total gain (loss) on disposals		
6.	Deduct consideration for bonds and stocks disposed of		
7.	Deduct amortization of premium		
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9)		
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	1,636,904	2,121,251

QSI02

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	During the C	ullelli Quali	ei ioi ali bo	ilus allu i le	ierrea otock	by italing o	านออ		
		1	2	3	4	5	6	7	8
		Book/Adjusted				Book/Adjusted	Book/Adjusted	Book/Adjusted	Book/Adjusted
		Carrying Value	Acquisitions	Dispositions	Non-Trading	Carrying Value	Carrying Value	Carrying Value	Carrying Value
		Beginning of	During Current	During Current	Activity During	End of	End of	End of	December 31
		Current Quarter	Quarter	Quarter	Current Quarter	First Quarter	Second Quarter	Third Quarter	Prior Year
BONE	S								
1.	Class 1 (a)	2,121,251		482,782	(1,565)	1,636,904			2,121,251
2.	Class 2 (a)								
3.	Class 3 (a)								
4.	Class 4 (a)								
5.	Class 5 (a)								
6.	Class 6 (a)								
7.	Total Bonds			482,782	(1,565)	1,636,904			2,121,251
PREF	ERRED STOCK								
8.	Class 1								
9.	Class 2								
10.	Class 3								
11.	Class 4								
12.	Class 5								
13.	Class 6								
14.	Total Preferred Stock								
15.	Total Bonds & Preferred Stock	2,121,251		482,782	(1,565)	1,636,904			2,121,251

SCHEDULE DA - PART 1

Short - Term Investments Owned End of Current Quarter

	1	2	3	4	5
	Book/Adjusted				Paid for Accrued
	Carrying		Actual	Interest Collected	Interest
	Value	Par Value	Cost	Year To Date	Year To Date
9199999. Totals	7,745,521	X X X	7,745,521	21,509	

SCHEDULE DA - Verification

Short-Term Investments

		1	2
			Prior Year Ended
		Year To Date	December 31
1.	Book/adjusted carrying value, December 31 of prior year	7,724,012	9,444,355
2.	Cost of short-term investments acquired	21,509	7,808,657
3.	Accrual of discount		
4.	Unrealized valuation increase (decrease)		
5.	Total gain (loss) on disposals		
6.	Deduct consideration received on disposals		9,529,000
7.	Deduct amortization of premium		
8.	Total foreign exchange change in book/adjusted carrying value		
9.	Deduct current year's other than temporary impairment recognized		
10.	Book/adjusted carrying value at end of current period (Lines 1 + 2 +		
	3 + 4 + 5 - 6 - 7 + 8 - 9)	7,745,521	7,724,012
11.	Deduct total nonadmitted amounts		
12.	Statement value at end of current period (Line 10 minus Line 11)	7,745,521	7.724.012

SI04	Schedule DB Part F Section 1NONE
SI05	Schedule DB Part F Section 2NONE
SI06	Schedule E - Verification (Cash Equivalents) NONE
E01	Schedule A Part 2NONE
E01	Schedule A Part 3NONE
E02	Schedule B Part 2NONE
E02	Schedule B Part 3NONE
E03	Schedule BA Part 2 NONE
E03	Schedule BA Part 3 NONE
E04	Schedule D Part 3NONE

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stocks Sold, Redeemed, or Otherwise Disposed of

by the Company During the Current Quarter

							~ ,	ic Collipa	, _ ~	.9 •		(44: 60:									
1	2	3	4	5	6	7	8	9	10		Change in Bo	ook/Adjusted Ca	arrying Value		16	17	18	19	20	21	22
		F								11	12	13	14	15	1						
		0																			
		r							Prior Year			Current Year's		Total	Book/				Bond Interest/		
		l e							Book/	Unrealized		Other Than	Total	Foreign	Adjusted	Foreign			Stock		NAIC
		l i			Number				Adjusted	Valuation	Current Year's	Temporary	Change in	Exchange	Carrying Value	•	Realized	Total	Dividends		Designation
CUSIP		ď	Disposal	Name of	of Shares		Par	Actual	Carrying	Increase/	(Amortization)/	Impairment	B./A.C.V.	Change in	at Disposal	Gain (Loss)	Gain (Loss)	Gain (Loss)	Received	Maturity	or Market
Identification	Description	l n	Date	Purchaser	of Stock	Consideration	Value	Cost	Value	(Decrease)	Accretion	Recognized		1 -	Date	on Disposal	on Disposal	on Disposal	During Year	Date	Indicator (a)
				-	OI OLOGIC	Contolaciation	Valuo	0001	Valuo	(20010000)	71001011011	rtooogriizou	(11 - 12 10)	D.,/ 1.O. V.	Date	On Biopodai	On Biopoodi	On Biopodai	During Tour	Duto	maioator (a)
Bonds - I	ndustrial and Miscellaneou	us (Ur	affiliate	d)																	.
	CITIBANK NA-NV 3.55			SMITH BARNEY	xxx	240,000	240,000.00		241,409								1,409	1,409		07/24/2009	
200339DE6 .	COMERICA BANK TX		01/02/2009	SMITH BARNEY	XXX	240,000	240,000.00	240,000	241,373								1,373	1,373		07/29/2009	, 1Z
3899999 Subto	otal - Bonds - Industrial and Miscellaneous ((Unaffiliate	ed)		XXX	480,000	480,000.00	480,000	482,782								2,782	2,782		. XXX.	X X X .
8399997 Subto	otal - Bonds - Part 4				XXX	480,000	480,000.00	480,000	482,782								2,782	2,782		. XXX.	X X X .
8399998 Sumr	mary Item from Part 5 for Bonds (N/A to Qua	arterly)			XXX	X X X	XXX	XXX	XXX	XXX	XXX	XXX	X X X	XXX	XXX	XXX	XXX	XXX	XXX	. XXX.	X X X .
8399999 Subto	otal - Bonds				XXX	480,000	480,000.00	480,000	482,782								2,782	2,782		. XXX.	X X X .
8999998 Sumr	mary Item from Part 5 for Preferred Stocks ((N/A to Qu	uarterly)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	. XXX.	X X X .
9799998 Sumn	nary Item from Part 5 for Common Stocks (N/A to Qu	arterly)		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	. XXX.	X X X .
9899999 Subto	otal - Preferred and Common Stocks				XXX		XXX													. XXX.	X X X .
9999999 Total	- Bonds, Preferred and Common Stocks				XXX	480,000	XXX	480,000	482,782								2,782	2,782		. XXX.	X X X .

⁽a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0.

E06	Schedule DB Part A Section 1
E06	Schedule DB Part B Section 1
E07	Schedule DB Part C Section 1NONE
E07	Schedule DB Part D Section 1 NONE

STATEMENT AS OF $March\ 31,\ 2009$ of the $TOTAL\ HEALTH\ CARE\ USA,\ INC.$

SCHEDULE E - PART 1 - CASH Month End Depository Balances

		WOUL	I LIIU D	epository B	aiaiices					
	2	3	3 4	5	Book Balance at End of Each Month					
					During Current Quarter					
					Amount	Amount of	6	7	8	1
					of Interest	Interest				
					Received	Accrued				
					During	at Current				
				Rate of	"	Statement	First	Casand	Third	
	Б				Current			Second		*
	Depository		Code	Interest	Quarter	Date	Month	Month	Month	
open depositories										
FIRST INDEPENDENCE										
BANK	DETROIT, MI						2,689,106	1,930,118	2,084,447	l x x x
LMP MMkt Trt Western Asset	,									
Money Mkt Cl A	SMITH BARNEY			0.550			255,814	71,444	71,490	XXX
	SMITH BARNEY			3.200	2,314					XXX
American Express	SMITH BARNEY	02/04/2009		0.850			240,000	239,585	239,657	XXX
Associated Bank	SMITH BARNEY			0.650				240,000	239,366	
Bank of America	SMITH BARNEY	02/04/2009		1.050			240,000	239,791	239,827	
Banco Santander Puerto Rico	SMITH BARNEY	04/11/2008		3.350						XXX
Branch Banking & Trust	SMITH BARNEY	10/02/2008		2.950		1,249	96,308	96,275	96,132	XXX
Capmark Bk UT	SMITH BARNEY	04/11/2008		3.300						XXX
Chevy Chase Bank - VA	SMITH BARNEY	10/02/2008		3.000		1,381	96,265		96,062	XXX
Citibank , NA- NV	SMITH BARNEY	10/20/2008		3.550		3,595	241,745		241,776	
Comerica Bank - TX	SMITH BARNEY	10/24/2008		3.500		3,544	241,735	242,222	241,812	XXX
	SMITH BARNEY	02/18/2009		0.800		173		239,467	239,549	
	SMITH BARNEY	04/11/2008		3.350	2,441					XXX
	SMITH BARNEY	04/11/2008		3.400			96,049			XXX
	SMITH BARNEY	04/11/2008		3.400	277					XXX
	SMITH BARNEY	05/09/2008		3.250			96,081			XXX
Goldman Sachs Bank	SMITH BARNEY	02/04/2009		1.000			240,000		239,784	
	SMITH BARNEY	02/10/2009		0.800		263	240,000	239,904	239,940	
	SMITH BARNEY	04/11/2008		3.300	2,387					XXX
RBS Citizens rate				0.750			240,000		239,935	X X X
•				3.300	2,387		96,097			XXX
	0 depositories that do not excee									
allowable limit in any one depor										XXX
0199999 Totals - Open Deposit	XXX	X X X	20,989	11,669	5,109,200	4,356,841	4,509,777	XXX		
0299998 Deposits in	•									
allowable limit in any one depor	sitory (See Instructions) - suspe	ended								
depositories	XXX							XXX		
0299999 Totals - Suspended D	XXX	X X X						XXX		
0399999 Total Cash On Depos	XXX	X X X	20,989		5,109,200	4,356,841	4,509,777	XXX		
0499999 Cash in Company's C	XXX	X X X	. X X X .	X X X				XXX		
0500000 Total Cook			XXX	X X X	20,989	11,669	5,109,200	4,356,841	4,509,777	XXX

STATEMENT AS OF Marc	h 31, 2009 OF THE TOTAL HEALTH CARE USA, INC.
E09	Schedule E Part 2 Cash EquivalentsNONE
Supp1	Medicare Part D Coverage Supplement

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